

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----	)	
In re:	)	Case No. 12-12020-MG
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	(Jointly Administered)
-----	)	

**NOTICE OF SUBSTITUTION OF COUNSEL AND REQUEST FOR NOTICES**

PLEASE TAKE NOTICE that Wachovia Bank and Wachovia Bank of Delaware, now succeeded by Wells Fargo Bank, N.A. (collectively, "WFBNA"), as creditor in the above referenced case, hereby substitutes Baker & McKenzie LLP for Winston & Strawn LLP as counsel to WFBNA.

PLEASE TAKE FURTHER NOTICE that Baker & McKenzie LLP requests, pursuant to section 1109(b) of title 11 of the United States Code (the "Bankruptcy Code") and Rule 9010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules" and each a "Bankruptcy Rule"), that all notices given or required to be given in these cases, and any case consolidated herewith, and all papers served or required to be served in this case, and any case consolidated herewith, and requests copies of all notices and pleadings pursuant to Bankruptcy Rules 2002, 3017, 4004, 4007, or 9007, the Bankruptcy Code, and other applicable statutes and rules, whether conveyed by mail, delivery, telephone, email, or otherwise. All such notices should be addressed as follows:

James Donnell  
BAKER & MCKENZIE LLP  
452 Fifth Avenue  
New York, New York 10018  
Tel: 212-626-4100  
Facsimile: 212-310-1600

PLEASE TAKE FURTHER NOTICE that pursuant to section 1109(b) of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the Bankruptcy Rules specified above, but also includes, without limitation, notices of any application, complaint, demand, hearing, motion, petition, pleading or request, whether formal or informal, written or oral, and whether transmitted or conveyed by mail, delivery, telephone, telegraph, telex or otherwise filed with regard to the referenced case and the proceedings.

Respectfully submitted,

Dated: January 12, 2015

WINSTON & STRAWN LLP

By: /s/ Christopher C. Costello

Christopher C. Costello

200 Park Avenue

New York, NY 10166

Tel: 212-294-6700

Facsimile: 212-294-4700

Email: ccostello@winston.com

-and-

Nathan P. Lebioda

100 North Tryon Street

Charlotte, NC 28202-1078

Tel: 704-350-7700

Facsimile: 704-350-7800

Email: nlebioda@winston.com

Dated: January 12, 2015

BAKER & MCKENZIE LLP

By: /s/ James Donnell

James Donnell

452 Fifth Avenue

New York, New York 10018

Tel: 212-626-4100

Facsimile: 212-310-1600

Email: james.donnell@bakermckenzie.com

**CERTIFICATE OF SERVICE**

I hereby certify that on January 12, 2015, a true and correct copy of the foregoing Notice of Substitution of Counsel and Request for Notices was caused to be served upon the persons who have electronically entered a notice of appearance and are served through the Court's CM/ECF System, and to the persons listed below and in the manner indicated:

VIA FIRST CLASS MAIL

Morrison & Foerster LLP 1290 Avenue of the Americas New York, New York 10104 Attn: Larren M. Nashelsky Gary S. Lee Lorenzo Marinuzzi Samantha Martin	Office of the United States Trustee for the Southern District of New York U.S. Federal Office Building 201 Varick Street, Suite 1006 New York, New York 10014 Attn: Brian S. Masumoto
Kramer Levin Naftalis & Frankel LLP 1177 Avenue of the Americas New York, New York 10036 Attn: Kenneth H. Eckstein Thomas Moers Mayer Douglas H. Mannal	Kirkland & Ellis 601 Lexington Avenue New York, New York 10022 Attn: Ray C. Schrock Stephen E. Hessler Craig A. Bruens

Dated: January 12, 2015

/s/ Christopher C. Costello